MANDATORY CONDITIONAL CASH OFFER

By

MR. BENEDICT CHEN ONN MENG
(the "**Offeror**")

to acquire all the issued and paid-up ordinary shares in the share capital of

VIBROPOWER CORPORATION LIMITED
(the "**Company**")
(Company Registration No. 200004436E)
(Incorporated in the Republic of Singapore)

excluding treasury shares and those shares already owned, controlled or agreed to be acquired by the Offeror

LEVEL OF ACCEPTANCES OF OFFER SHARES AND WARRANTS

1. INTRODUCTION

The Offeror refers to:

(a) the offer announcement dated 21 November 2024 ("**Offer Announcement**") issued by Mr. Benedict Chen Onn Meng, the Offeror, in relation to a mandatory conditional cash offer (the "**Offer**") for: (i) all the issued and paid-up ordinary shares in the share capital of the Company ("**Shares**"), excluding treasury shares and those already owned, controlled and agreed to be acquired by the Offeror; (ii) new Shares unconditionally issued or to be issued pursuant to the valid exercise of any outstanding warrants issued by the Company (the "**Warrants**") prior to the close of the Offer (collectively, the "**Offer Shares**"); and (iii) all Warrants (other than the 4,000,060 Warrants held by the Offeror.

(b) the offer document ("**Offer Document**") issued on the same date as this Notification by the Offeror, in relation to the Offer;

(c) the warrants offer letter ("**Warrants Offer Letter**") issued on the same date as this Notification by the Offeror, in relation to the Warrants Offer;

(d) the announcements dated 12 December 2024 in relation to the electronic despatch of the Offer Document and the Warrants Offer Letter and their respective related documents; and

(e) the announcement dated 16 December 2024 in relation to the Offer becoming unconditional and that the Warrants Offer would, as a consequence, proceed to completion.

Unless otherwise defined, all capitalised terms used but not defined in this announcement declaring the Offer to have become unconditional (this or the "**Announcement**") shall have the meanings ascribed to them in the Offer Document.

2. LEVEL OF ACCEPTANCES

Pursuant to Rule 28.1 of the Code, the Offeror wishes to announce that:

(a) **Acceptances of the Offer.** As at 6.00 p.m. (Singapore time) on 26 December 2024, based on information available to the Offeror, the Offeror has received valid acceptances amounting to 1,667,390 Shares, representing approximately 2.26% of the Total Issued Shares[1].

(b) **Acceptances of the Warrants Offer.** As at 6.00 p.m. (Singapore time) on 26 December 2024, based on information available to the Offeror, the Offeror has received valid acceptances amounting to 2,262,467 Warrants, representing approximately 29.36% of the total number of Warrants outstanding.

(c) **Shares and Warrants held on or before Offer Announcement Date.** As at the Offer Announcement Date:

(i.) the Offeror held 29,377,713 Shares and 4,000,060 Warrants; and

(ii.) the Offeror and his Concert Parties collectively owned or controlled an aggregate of 36,828,233 Shares, representing approximately 49.97% of the Total Issued Shares and 4,000,060 Warrants representing approximately 51.91% of the total number of outstanding Warrants[2].

(d) **Shares and Warrants acquired after the Offer Announcement Date and up to 6.00 p.m. (Singapore time) on 26 December 2024.** Following the Offer Announcement Date and up to 6.00 p.m. (Singapore time) on 26 December 2024, the date of this Announcement, the Offeror and his Concert Parties did not acquire or agree to acquire any Shares or Warrants (other than pursuant to valid acceptances of the Offer and/or Warrants Offer).

3. RESULTANT SHAREHOLDING

3.1 Accordingly, as at 6.00 p.m. (Singapore time) on the date of this Announcement, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and his Concert Parties, together with (b) valid acceptances of the Offer, amount to an aggregate of 38,495,623 Shares, representing approximately 52.23% of the Total Issued Shares.

3.2 Accordingly, as at 6.00 p.m. (Singapore time) on the date of this Announcement, the total number of (a) Warrants owned, controlled or agreed to be acquired by the Offeror and his Concert Parties, together with (b) valid acceptances of the Warrants Offer, amount to an aggregate of 6,262,527 Warrants, representing approximately 81.27% of the total number of Warrants outstanding.

4. REMINDER ON THE CLOSING DATE

4.1 The Offeror wishes to remind Shareholders and Warrantholders that as the Offer was declared unconditional in all respects as of 16 December 2024, the Offer and Warrants Offer will close a at 5.30 p.m. (Singapore time) on 9 January 2025, being the Closing Date. No tender for acceptance of any Offer Shares or Warrants will be accepted after the Closing Date. The Offeror does not intend to extend the Offer and Warrants Offer beyond the Closing Date or to revise their terms.

4.2 Shareholders who wish to accept the Offer and/or the Warrants Offer but have not done so should complete, sign and submit the relevant Acceptance Form(s) and all other relevant documents as soon as possible so as to reach the Offeror not later than 5.30 p.m. (Singapore time) on 9 January 2025.

[1] Based on 73,696,114 Shares.
[2] Based on 7,705,598 outstanding Warrants.

5. DIRECTORS' RESPONSIBILITY STATEMENT

5.1 The Offeror (and those who may have been delegated detailed supervision of this Announcement) has taken all reasonable care to ensure that the facts, statements and opinions expressed in this Announcement are fair and accurate and no material facts have been omitted from this Announcement which would make any fact, statement or opinion in this Announcement misleading, and accepts responsibility accordingly.

5.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company (including, without limitation, information relating to the Company or the Group), the sole responsibility of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by
Mr. Benedict Chen Onn Meng

26 December 2024

Any inquiries relating to this Offer Document or the Offer should be directed during office hours to sg.greenovation@gmail.com.